

Volume 28 Article Index

Vol. 28 No. 1 July/August 1993

11 Roundtable: M&A Due Diligence That Leaves Nothing to Chance

With money on the line and stakes increasing, buyers dig hard to find out everything about their targets.

22 A Round for Buyers on Depreciation of Intangible Assets

Barrie K. Driscoll and Stephen C. Gerard

The Supreme Court's decision in the Newark Morning Ledger case is a victory for acquirers because it allows depreciation of customer-based intangible assets. But the ruling stopped short of pulling the rug from under IRS resistance to depreciating other types of intangibles. Ultimately, legislation allowing tax deductible depreciation of all intangibles may be needed to quell inevitable disputes.

26 Meeting the Clean Air Challenge in an Acquisition

Douglass F. Robrman

A tangled web of scientific and legal issues confronts acquirers that must conform to the 1990 amendments to the federal Clean Air Act. Targets must be checked out for clean air compliance based on geographic locations, types of materials they handle, amount of emissions, and environmental track record. High remediation costs and stiff technology demands play a key part in purchase prices and terms.

33 How to Sort Out the Premium Drivers of Post-Deal Value

Daniel W. Bielinski

Try Value-Based Management (VBM) when using a DCF model to size up an acquisition candidate. VBM is keyed to past performance of the target rather than projections and can calculate the trade-offs in adjusting various value drivers after the deal. The bottom line is that VBM can identify the optimal choices for value enhancement.

38 Business Reviews for Acquirers That Want to Know All

Bradley D. Akason and Jodell P. Keppler

Numbers and projections should be only starters for canny buyers. A solid business review will get behind them, check out market and other conditions, challenge all assumptions, and produce a working strategic plan for postacquisition use. A key basis point: Don't forget the motivation behind the deal.

44 Why the Barriers to M&A Are Crumbling in South Korea

Karl Moskowitz

More so than in most Asian countries, face and personal relationships dominate business in Korea — and they have impeded development of an m&a market. But tradition is slowly losing ground to government policies and economic reality. Foreigners still must tackle unique concepts of pricing and valuation, but m&a opportunities are increasing, particularly in buying control of joint ventures formed with Korean partners.

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14 Roundtable: On the Threshold of an Upbeat in M&A Dealmaking

Competitive pressures, coupled with a slight easing of credit, is spurring more deals.

24 In Pursuit of Rational Purchase Prices Through Benchmarking

James A. Abate

Benchmarking against competitors can help set a rational acquisition price — what it takes to swing the deal without overpaying. The technique involves singling out a peer group of companies that can gain strategically from buying a target and then figuring out the most each can pay. DCF runs are used to execute the comparative analyses.

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28 Tempting Prospects for Buyers of Regional Food Brands*Dan Swander and Bruce Cohen*

Acquisition of regional and niche products is becoming a major avenue to growth in the food industry. But in a break with the past, buyers are finding more value in preserving regional identities. Fizzled attempts to force universal national brands, high purchase prices for large companies, and fundamental shake-ups in food retailing have contributed to the new approaches.

35 The Widening Loop: Selling a 1990s Deal to Varied Publics*Robert C. Hubbell*

Thoughtful dealmakers increasingly are blending a strong, broad-based communications strategy into their basic m&a strategy in doing a deal. The aim is to get the message out to a plethora of stakeholders who may be essential in getting the merging partners started on the right foot. A solid program will cover the gamut from investors at the beginning to employees during integration.

41 A Special Rule Book for Acquiring Investment Advisers*Meredith M. Brown, Woodrow W. Campbell, Marcia L. MacHarg, and Roberta R. W. Kameda*

Acquiring an investment adviser with a high profile and a huge book of business cannot guarantee a successful deal without hard work. Loss of clients or top-flight professionals can undercut the transaction. Nor is there a shortcut for the intensive due diligence to ensure that a maze of legal requirements are met.

Vol. 28 No. 3 November/December 1993**6 Do Acquirers Have Carte Blanche to Get Rid of Goodwill?***Raymond J. Beier*

When Supermarkets General Corp. erased \$600 million worth of goodwill, the one-shot move increased the prospects that other goodwill-laden companies could follow suit. It subtly reflected a change in the rules — from outright losses to sub-par earnings — for justifying such a draconian action. It also indicated at least tacit okay from the Securities and Exchange Commission staff.

10 Avenues to Value in the Purchase of Troubled Companies*Theodore L. Koenig*

If a company in distress looks like a good acquisition, be prepared to hang in for a long haul. First, confirm that the deal makes economic sense then gird for seemingly endless negotiations with all sorts of interested parties. Although it's a good idea to keep the target out of Chapter 11, knowing the bankruptcy ropes could be vital in taking the prize.

17 Playing It Safe in Divesting Unwanted Businesses*Anthony J. Wall*

Restructuring companies executing divestitures should make sure that their sell-offs are on solid legal grounds. A litany of court decisions offer guidance in such areas as adequacy of price, duties to shareholders, and fairness to bidders competing for the business on the block.

22 Financing Déjà Vu: Asset-Based Lending for Strong Credits*David N. Deutsch, Vicky Balmot, and Stanton C. Marcus*

Asset-based lenders are actively courting leveraged deals, although commercial banks are still holding back on LBO financing. But even the most aggressive lenders have a tough screen, meaning only buyers of mid-sized, reasonably priced targets with solid performance and lots of tangible assets need apply. Deal structures are dominated by senior debt and enlarged equity contributions.

29 Why New Junk Bond Issues Came Back From the Cold*Michael Grad*

New issue.s of high-yield bonds hit a record in 1992 — reversing the precipitous.s 1990-91 plunge — and continued on a hot streak in 1993. Most of the action was in refinancing issues floated during the feverish 1980s at much lower interest rates. Little has been done in the way of acquisition financing, but that could come in the next round when the market looks to extend its revival.

33 The Price of Peace After an LBO That Went Sour

Philip Maher

A \$15 million payment helped restore an ESOP that sued after buying Simmons Co.

Vol. 28 No. 4 January/February 1994

18 Roundtable: The Strategic Thrust Behind the Surge in Epic Transactions

The 1993 megadeals are setting a quicker pace for strategic dealmaking.

30 Tax Engineering Options for Reducing Acquisition Costs

Joseph M. Doloboff and Elio Casinelli

The newly granted ability of acquirers to deduct amortization of intangibles, including goodwill, from taxes provides another way of using tax benefits to cut effective acquisition costs. Whether it will stimulate more asset deals is questionable. In the final analysis, the venerable tax-free stock swap offers the most benefits to both buyer and seller.

37 Evening Up the Odds in Negotiating a Deal of the 1990s

G. Daniel O'Donnell, William G. Lawlor, and Richard A. Goldman

The "buyer's market" in mergers and acquisitions makes it tough on a seller when a deal is being hammered out. A big fear: The deal may not hit the finish line after much time and expense. But the seller can level the field by being proactive and using unconventional techniques ranging from "best efforts" requirements to reverse breakup fees.

44 Does the Target's Brainpower Provide a Competitive Edge?

Christopher A. Bloom

If a target's intellectual property is critical to the success of a deal, the wise buyer reaps value by putting elements of know-how through both a strategic and a legal screen. Key questions include the competitive advantages offered by patents, copyrights, etc., and how long they can be enjoyed. Everything from target strategies for operating after patents expire to tight protection of trade secrets is fair game.

48 Leveraged Buildups: Strategic Twists for Financial Buyers

James H. Fordyce and Stephen Stewart

Add leveraged buildups to the m&a lexicon. The latest generation of leveraged dealmaking features multiple acquisitions to create larger companies that can fetch heftier returns when the LBO sponsor is ready to exit. Nice idea if the sponsor can convince a hard-nosed lender to finance the package.

Vol. 28 No. 5 March/April 1994

14 M&A Roundtable: Planning the Deals That Generate Value And Gain Advantage

Strategic planning consultants discuss their pivotal roles in acquisitions by clients.

23 Braving Myriad Rigors to Invest in Russia

Gordon Feller and Vladimir Mikhbeyev

Russia's lurching transition from communism to free enterprise is not exactly conducive to massive foreign investment. However, some U.S. and European firms, steeled to take some hits from the harsh economic and political climate, are moving in. Tobacco and pharmaceutical firms are among the early arrivals, although a much publicized oil joint venture has had its troubles.

27 Performing ESOP Valuations That Meet Tough Tests

Robert F. Reilly

As a result of a major court victory for the U.S. Labor Department, ESOP trustees face increased pressures for tight independent valuations. Avoiding overpayment for employer shares is a key aim. Advisers and trustees should adapt value-smoothing methodologies that filter out the impact from public securities and m&a markets in making the right calculations.

34 Are There Payoffs for "Patient" Corporate Investors?

Robert T. Kleiman, Kevin Natban, and Joel M. Shulman

The concept of negotiated relationship investing — putting money into an operating business and

watching it grow — is still in its shakedown stages. Despite advantages, the so-called "patient" capitalists have their detractors. But early evidence suggests that shareholders and investors do well from purely strategic investments, while white-squire investments to protect companies from takeovers have been less successful.

42 The Critical Line Between Dealmakers and Deal Breakers

Gabor Garai and Susan Pravda

The buyer, the seller, and their advisers face the persistent challenge of preventing merger and acquisition negotiations from falling prey to a deal-breaker mentality. Grandstanding, winning points, and holding out on small issues can sink even the best deals during five critical stages in the negotiating process. The dealmaker, by contrast, keeps the talks moving toward a sale.

46 The Legal Ploy to Avoid an M&A Fee That Didn't Work

Elizabeth G. Leavy

A consultant that advised a client on a merger had to take a long, hard route through a court before it got paid. The acquirer claimed that the advisory contract was void because the deal was a stock swap involving an exchange of securities and the adviser lacked a broker-dealer license. The judge didn't buy the argument.

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The Roster Cross-Index is a list of all merger, acquisition, and divestiture activity completed during the calendar year 1993 and reported in the Rosters of *Mergers & Acquisitions*:

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Volume 28 No. 4 (3rd Q)

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Fisons PLC (North American health care unit)

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Fisons PLC (North American horticulture business)

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(acq.) Sterling Homes 28, 4: 74

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Ford Motor Co. (Favesa unit and trim seat assembly operations)

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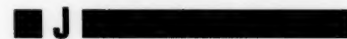
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